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*Financial Advisor to the Official Committee of
Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

SAN FRANCISCO DIVISION

In re	Lead Case No. 23-30564
THE ROMAN CATHOLIC ARCHBISHOP OF SAN FRANCISCO	Chapter 11
Debtor.	Judge: Hon. Dennis Montali

**COVER SHEET TO FIRST INTERIM FEE
APPLICATION OF BERKELEY RESEARCH
GROUP, LLC FOR ALLOWANCE AND
PAYMENT OF INTERIM COMPENSATION
AND REIMBURSEMENT OF EXPENSES FOR
THE PERIOD OCTOBER 9, 2023 THROUGH
JANUARY 31, 2024**

Judge: Hon. Dennis Montali
Date: April 4, 2024
Time: 1:30 p.m. (Pacific Time)
Location: via ZoomGov
Objection Deadline: March 21, 2024

Summary Cover Sheet of Fee Application

Name of Applicant:	Berkeley Research Group, LLC ("BRG")
Name of Client:	Official Committee of Unsecured Creditors ("Committee" or "UCC")
Time Period covered by this application:	October 9, 2023 – January 31, 2024
Total compensation sought this period:	\$62,181.00
Total expenses sought this period:	\$0.00
Petition date:	August 21, 2023
Retention Date:	Effective as of October 9, 2023
Date of employment order:	November 7, 2023 [Dkt No. 288]
Total fees approved by interim order to date:	\$0.00
Total expenses approved by interim order to date:	\$0.00
Total paid compensation to date	\$0.00
Total paid expenses paid to date:	\$0.00
Blended rate in this application for all timekeepers:	\$489.61
Compensation sought in this application already paid pursuant to a monthly compensation order but not yet allowed:	\$0.00
Expenses sought in this application already paid pursuant to a monthly compensation order but not yet allowed:	\$0.00
Number of professionals included in this application:	9
Number of professionals billing fewer than 15 hours to the case during this period:	5
Are any rates higher than those approved or disclosed at retention? If yes, calculate and disclose the total compensation sought in this application using the rates originally disclosed in the retention application:	No

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2 **SUMMARY OF MONTHLY FEE STATEMENT FOR THE INTERIM PERIOD**

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<i>Statement / Application</i>		<i>Total Requested</i>		<i>CNO / Order</i>	<i>Total Paid To Date</i>		<i>Total Unpaid</i>
Date Filed / Docket No.	Period Covered	Fees	Expenses	Date Filed / Docket No.	Fees	Expenses	Fees & Expenses
N/A	N/A	\$	\$	\$	\$	\$	\$
Totals		\$	\$		\$	\$	\$

8 Summary of Any Objections to Monthly Fee Statements: N/A

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7 *Financial Advisor to the Official Committee of*
8 *Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

SAN FRANCISCO DIVISION

12 In re Lead Case No. 23-30564
13 THE ROMAN CATHOLIC Chapter 11
14 ARCHBISHOP OF SAN FRANCISCO Judge: Hon. Dennis Montali
Debtor.

**FIRST INTERIM FEE APPLICATION OF
BERKELEY RESEARCH GROUP, LLC FOR
ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD OCTOBER
9, 2023 THROUGH JANUARY 31, 2024**

Judge: Hon. Dennis Montali

Date: April 14, 2024

Date: April 4, 2024
Time: 1:30 p.m. (Pacific Time)

Berkeley Research Group, LLC (“BRG”), financial advisor the Official Committee of Unsecured Creditors (the “Committee”) of the Roman Catholic Archdiocese of San Francisco (the “Debtor”) files its First Interim Fee Application (the “Application”), pursuant to sections 330 and 331 of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”), Rules 2014(a) and 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), *The United States Trustee Appendix A Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330* effective January 30, 1996 (the “U.S. Trustee Guidelines”), the *Guidelines for Compensation and Expense Reimbursement of Professionals and Trustees for the Northern District of California*, dated February 19, 2014 (the “Local Guidelines”), the *Order Establishing Procedures and Authorizing Payment of Professional Fees and Expenses on a Monthly Basis* [Dkt. 212] (the “Compensation Procedures Order”) and the *Order Approving Application of the Official Committee of Unsecured Creditors for Order Approving Employment of Berkeley Research Group, LLC as Financial Advisor Effective as of October 9, 2023* [Dkt. No. 288] (the “Retention Order”), for approval and allowance of compensation for professional services rendered to the Committee within the Period October 9, 2023 through January 31, 2024 (the “Interim Fee Period”) and reimbursement of expenses incurred in the connection with such services, and, in support thereof, represents as follows:

I.

THE UST GUIDELINES

22 1. The Office of the United States Trustee (the “U.S. Trustee”) established the U.S.
23 Trustee Guidelines. In turn, the U.S. Trustee promulgated forms to aid in compliance with the U.S.
24 Trustee Guidelines. Charts and tables based on such forms, and certain other attachments, are
25 attached and filled out with data to the extent relevant to this Chapter 11 Case:

Exhibit A: Summary of Fees by Professionals in this Application;

Exhibit B: Summary of Fees by Task Code in this Application;

28 || **Exhibit C:** Certification of Financial Advisor;

Exhibit D: [Proposed] Order to Allow Interim Application; and

Exhibit E: BRG's Fee Detail for Interim Period

II.

PRELIMINARY STATEMENT

2. By this Application, BRG seeks approval of its fees incurred and reimbursement of expenses during the Interim Fee Period in the amount of \$62,181.00 which comprises of \$62,181.00¹ and \$0.00 for reimbursement of expenses. BRG spent a total of 127.00 hours and a blended rate of \$489.61. As described in more detail in the Retention Order, the compensation sought herein is comprised of the services provided to the Committee based on hourly rates.

III.

JURIDICTION

3. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §§157 and 1334, the Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges, General Order 24 (N.D. Cal.) and Rule 5011-1(a) of the Local Rules. This is a core proceeding within the meaning of 28 U.S.C. §157(b)(2). Venue of this proceeding and this Application in this Court is proper under 28 U.S.C. §§1408 and 1409.

IV.

BACKGROUND

4. On August 21, 2023 (the “**Petition Date**”), The Debtor commenced the above-captioned chapter 11 bankruptcy case (the “**Chapter 11 Case**”). The Debtor continues to operate its ministry and manage its properties as a debtor in possession under sections 1107(a) and 1108 of the Bankruptcy Code. No trustee has been appointed in this Chapter 11 Case.

5. On September 1, 2023, the Office of the United States Trustee filed its notice of appointment of an Official Committee of Unsecured Creditors (the “**Committee**”) [Dkt No. 58].

6. Following the Committee's appointment, on October 24, 2023, the Court approved the *Order Approving Application of the Official Committee of Unsecured Creditors for Approving*

¹ Amount is net of an agreed upon 10% rate concession requested by the Committee from BRG's customary standard hourly rates in effect when services were rendered.

employment of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors [Dkt No. 237] (“**Committee Counsel**”).

7. On October 24, 2023, BRG filed its *Application to Employ Berkeley Research Group, LLC as Financial Advisor/Application of the Officiation Committee of Unsecured Creditors for Order Approving Employment of Berkeley Research Group, LLC as Financial Advisor, Effective as of October 9, 2023* [Dkt No. 236] effective as of June 23, 2023 (The “**Retention Application**”).

8. The Court approved the Retention Application on November 7, 2023, in the *Order Approving Application of the Official Committee of Unsecured Creditors for Approving Employment of Bekeley Research Group, LLC as Financial Advisor, Effective as of October 9, 2023* [Dkt No. 288].

9. The Retention Order authorizes the Debtor to compensate and reimburse BRG in accordance with the Bankruptcy Code, the Bankruptcy Rules, the Fee Guidelines, and the Interim Compensation Order.

V.

PROFESSIONAL FEES AND DISBURSEMENTS

10. During the Interim Period, BRG's professionals expended a total 127.00 hours in connection with providing services to the Committee at a net blended hourly rate of \$489.61.

11. By this Fee Application, BRG seeks allowance of fees in the amount of 62,181.00 for professional services rendered for and on behalf of the Committee and \$0.00 for expenses incurred during the Fee Period.

12. BRG charges for its services based on standard hourly rates established, subject to periodic adjustments to reflect economic and other conditions. For the purposes of this engagement, BRG has agreed to a voluntary 10% rate concession from its customary standard hourly rates in effect when services are rendered. BRG's standard hourly rates – before the agreed-upon rate concession – are competitive with other financial advisors that we consider our peers. BRG believes that the compensation in this Application is based on the customary compensation charged by comparably skilled professionals in cases other than cases under Title 11.

13. BRG maintains contemporaneous records of the time expended and actual, necessary expenses incurred in support of its billings. Time entries are recorded in six-minute increments.

VI.

SUMMARY OF SERVICES RENDERED

14. BRG is a global strategic advisory and expert consulting firm that provides independent expert testimony, litigation and regulatory support, authoritative studies, strategic advice, advisory services relating to restructuring and turnaround situations, due diligence, valuation, and capital markets, and document and data analytics to major law firms, businesses, including Fortune 500 corporations, government agencies, and regulatory bodies around the world.

15. BRG has extensive experience in the areas of reorganization, workouts, insolvency, accounting, financial analysis, tax, and valuation. The professionals engaged in these cases have also worked in numerous Catholic diocese bankruptcy cases throughout the country.

16. This bankruptcy case addresses issues that raise complex questions and requires a high level of skill and expertise to efficiently and accurately address the same. The professional services described herein were performed by BRG to, among other things, analyze and evaluate the Debtor's financial position and financial performance, and guide the Committee through the Debtor's Chapter 11 case.

17. During the Interim Fee Period, the Committee relied heavily on the experience and expertise of BRG when dealing with the matters described herein. As a result, BRG devoted significant time and effort to perform properly and expeditiously the required professional services. BRG respectfully submits that the professional services it rendered on behalf of the Committee were necessary and have directly benefited the creditor constituents represented by the Committee and have contributed to the effective administration of this case.

18. BRG submits that the interim fees applied for herein for professional services rendered in performing services for the Committee in this proceeding are fair and reasonable in view of the time spent, the extent of work performed, the nature of the Debtors' operations and financial condition, the financial dealings and interrelationship of the Debtor and its affiliates, the

Debtor's accounting system and financial reporting, and the investigation and analysis performed to date.

19. The work involved, and thus the time expended, was carefully assigned in light of the experience and expertise required for a particular task. The staff utilized sought to optimize efficiencies and avoid redundant efforts. BRG believes that there has been no duplication of services between BRG and any other consultants or accountants to the bankruptcy estate.

20. No agreement or understanding exists between BRG and any other person for the sharing of compensation received or to be received for services rendered in connection with the chapter 11 cases, except for internal agreements among employees of BRG regarding the sharing of revenue or compensation. Neither BRG nor any of its employees has entered into an agreement or understanding to share compensation with any entity as described in Bankruptcy Code Section 504d Bankruptcy Rule 2016.

21. BRG, in accordance with the Local Rules, will not be charging travel time.

22. The general summary of the services rendered by BRG during the Interim Fee Period, based on tasks and number of hours is set forth below.²

200.30 - Document / Data Analysis (Financial / Accounting) – Accounting System

Fees: \$15,190.50 / Total Hours 19.7

23. BRG assisted the Committee in evaluating issues, requirements, and options to efficiently export and produce historical data from the Debtor's accounting system for information necessary for the ongoing asset analysis. BRG evaluated responses from the Debtor regarding data export options, as well as analyzed limited accounting system data productions from the Debtor, and addressed accounting system data issues with Committee Counsel.

² BRG is keenly aware of the need to minimize expenses in order to reduce costs to the Debtor's estate and thus maximize the ultimate contribution to creditors. As a result, BRG limits participants in meetings and phone conferences; however, in some instances multiple BRG professionals attend certain meetings or phone conferences based on areas of case responsibility, case matter background and expertise. Due to the complex nature of this case, this approach allows for increased efficiency in the evaluation and reporting of findings and in the coordination of ongoing analyses and investigations.

200.90 - Document / Data Analysis (Production Requests)

Fees: \$21,159.50 / Total Hours: 35.4

3 24. During the Fee Period, BRG developed initial document/information requests to be
4 submitted to the Debtor for the Committee's financial/asset analysis and investigation.
5 Additionally, BRG assisted Committee Counsel in developing additional Rule 2004 requests to
6 various third parties in possession of Debtor-related records and information. Additionally, BRG
7 met with Committee Counsel and Debtor Counsel to address document request questions and
8 logistics for productions. As initial document productions were received from the Debtor, BRG
9 examined the productions for responsiveness and identified additional documents to be requested.
10 Based on its review of the productions, BRG prepared supplemental requests to be provided to the
11 Debtor for additional documents, data and other related information to be used in a variety of its
12 analyses and investigations. Finally, BRG developed and maintained a document tracking system
13 which allowed it to monitor completed requests and outstanding/incomplete requests to assist in
14 follow up with Debtor professionals.

220.00 – Debtors Operations / Monitoring

(Monthly Operating Reports / Periodic Reporting)

Fees: \$9,256.00 / Total Hours 26.5

18 25. BRG analyzed the Debtor's operations and financial activity as reported in the
19 Debtor's Monthly Operating Reports ("MOR"). During the Interim Fee Period, BRG analyzed
20 available MORs from August 2023 through November 2023. BRG examined and incorporated
21 information obtained from the MORs into its ongoing analysis of the Debtor (including the Debtor's
22 financial operations, assets, cash and investment balances / activity, flow of funds, receipt and
23 disbursement activity, etc.). BRG's MOR analysis allows it to effectively evaluate the Debtor's
24 ongoing asset position and financial performance, follow-up with the Debtor's financial advisor
25 and report findings to Committee Counsel and the Committee.

300.00 – Asset Analysis (General – Debtors)

Fees: \$5,960.00 / Total Hours 8.9

3 26. During the Interim Fee Period, BRG began its analysis and investigation of the
4 Debtor's assets. As part of these services, BRG initially analyzed assets disclosed by the Debtor in
5 its Bankruptcy Schedules and Statement of Financial Affairs. BRG evaluated the available financial
6 statements of the Debtor from 2013 through 2022 to initially assess the cash and investments, real
7 estate, and other assets available to pay the Debtor's claims. Additionally, BRG identified pertinent
8 financial documents and information contained within the initial document productions received
9 from the Debtor for its ongoing asset analyses.

320.00 – Asset Analysis (Investment / Funds – Debtors)

Fees: \$3,822.00 / Total Hours 4.9

12 27. BRG evaluated investment portfolio documents and liquidity issues relating to
13 requests by the UST for the Debtor to liquidate various investments for bankruptcy law compliance.
14 BRG participated in calls with Committee and Debtor professionals to address these issues.

330.00 – Asset Analysis (Real Estate – Debtors)

Fees: \$3,546.00 / Total Hours 7.1

17 28. During the Interim fee Period, BRG began investigating the real estate holdings of
18 the Debtor, Parishes, and its affiliates through publicly available information to assist the
19 Committee with its evaluation of available assets to pay claims.

390.00 – Asset Analysis (Other – Debtors)

Fees: \$368.00 / Total Hours 2.3

22 29. BRG examined FCC databases to evaluate whether the Debtor or its affiliates owned
23 any FCC-related licenses (including valuable EBS Spectrum licenses present in other Diocesan
24 bankruptcy cases).

600.00 – Claims / Liability Analysis (General)

Fees: \$761.50 / Total Hours 1.3

27 30. BRG reviewed the claims confidentiality agreement and acknowledgment forms
28 for execution to receive produced documents and information relating to claims.

1010.00 – Employment Application

Fees: \$1,984.50 / Total Hours 2.7

31. During the Interim Fee Period, BRG prepared its employment application, supporting declaration, and related disclosures for filing with the Court.

1020.00 – Meeting Preparation & Attendance

Fees: \$3,878.00 / Total Hours 5.6

32. As necessary, BRG attended periodic meetings with Committee Counsel, Survivor Counsel, Committee members, and BRG team members to evaluate case issues, coordinate ongoing analyses, and identify additional areas of investigation and focus pursuant to the needs of the Committee.

1060.00 – Fee Application Preparation & Hearing

Fees: \$3,164.00 / Total Hours 12.6

33. During the Interim Fee Period, BRG prepared an initial draft of this interim Fee Application. BRG's services included the preparation of narrative and related supporting exhibits. BRG also reviewed its time descriptions to ensure proper categorization into task codes, elimination of any services not allowed to be billed in the Northern District of California. Additionally, in January 2024, BRG prepared its Notice of Rate Changes to be filed with the Court.

VII.

ACTUAL AND NECESSARY EXPENSES

34. BRG also maintains records of all actual and necessary out-of-pocket expenses incurred in connection with the rendition of its professional services. At this time BRG is not requesting reimbursement for any expenses incurred during the Fee Period but reserves the right to request reimbursement therefore in the future.

35. Disbursements and expenses are incurred in accordance with BRG's normal practice of charging clients for expenses clearly related to and required by particular matters. Such expenses are often incurred to enable BRG to devote time beyond normal office hours to matters, which imposed extraordinary time demands. BRG endeavors to minimize these expenses to the fullest extent possible.

1 BRG's billing rates do not include charges for photocopying, telephone and facsimile charges,
2 computerized research, travel expenses, "working meals," secretarial overtime, postage, and certain
3 other office services, because the needs of each client for such services differ.

4 36. BRG believes that it is fairest to charge each client only for the services actually used
5 in performing services for such client. BRG endeavors to minimize these expenses to the fullest extent
6 possible.

7 37. In providing a reimbursable service such as copying or telephone, BRG does not make
8 a profit on that service. In charging for a particular service, BRG does not include in the amount for
9 which reimbursement is sought the amortization of the cost of any investment, equipment, or capital
10 outlay. In seeking reimbursement for service which BRG justifiably purchased or contracted for from
11 a third party, BRG requests reimbursement only for the amount billed to BRG by such third-party
12 vendor and paid by BRG to that vendor.

13 **VIII.**

14 **THE REQUESTED COMPENSATION SHOULD BE ALLOWED**

15 38. Section 330 provides that a court may award a professional employed under 11 U.S.C
16 § 328 "reasonable compensation for actual, necessary services rendered . . . and reimbursement for
17 actual, necessary expenses." See 11 U.S.C. Section 330(a)(1). Section 330 also sets forth the criteria
18 for the award of such compensation and reimbursement:

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20 In determining the amount of reasonable compensation to be awarded . . . , the court should
21 consider the nature, the extent, and the value of such services, taking into account all relevant
22 factors, including:

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- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the
time at which the service was rendered toward the completion of, a case under this
title;
- (D) whether the services were performed within a reasonable amount of time
commensurate with the complexity, importance, and nature of the problem, issue,
or task addressed;
- (E) with respect to a professional person, whether the person is board certified or
otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation
charged by comparably skilled practitioners in cases other than cases under this
title.

1 11 U.S.C. § 330(a)(3).

2 39. BRG has a reputation for its expertise and experience in financial and bankruptcy
3 reorganizations and restructurings and as noted above, the compensation is reasonably based on
4 customary compensation charged by other practitioners in non-bankruptcy cases. Based on an
5 application of the above factors and its compliance with the U.S. Trustee Guidelines, BRG respectfully
6 submits that the compensation requested herein is reasonable in light of the nature, extent, and value of
7 such services to the Committee and, accordingly, that approval of the compensation sought herein is
8 warranted.

9 40. Section 330 of the Bankruptcy Code authorizes the Court to award BRG reasonable
10 compensation for its actual and necessary financial advisory services rendered and reimbursement of
11 actual and necessary expenses incurred in the rendering of those services as financial advisor to the
12 Committee in this case. Bankruptcy Code § 330(a)(1) provides as follows:

14 (a)(1) After notice to the parties in interest and the United States Trustee
15 and a hearing, and subject to sections 326, 328, and 329, the court
16 may award to a trustee, a consumer privacy ombudsman appointed
17 under section 332, an examiner, an ombudsman appointed under
18 section 333, or a professional person employed under section 327 or
19 1103—

20 (A) reasonable compensation for actual, necessary services rendered by
21 the trustee, examiner, ombudsman, professional person, or attorney
22 and by any paraprofessional person employed by any such person;
23 and
24 (B) reimbursement for actual, necessary expenses.

25 11 U.S.C. § 330(a)(1).

26 **IX.**

27 **AVAILABLE FUNDS**

28 41. The Applicant understands the Debtor's estate has sufficient funds available to pay the
29 fees and costs sought herein.

X.

NOTICE

3 42. Notice of the Interim Application has been provided to parties in interest in accordance
4 with the procedures set forth in Compensation Procedures Order. BRG submits that, in view of the facts
5 and circumstances of the Chapter 11 Case, such notice is sufficient, and no other or further notice need
6 be provided.

7 WHEREFORE, BRG respectfully requests that the Court enter an order substantially in the
8 form attached hereto as **EXHIBIT D** (a) awarding BRG interim allowance of (i) fees in the amount
9 of \$62,181.00 for reasonable, actual and necessary services rendered on behalf of the Committee
10 during the Interim Fee Period and (ii) reimbursement of \$0.00 for reasonable, actual and necessary
11 expenses incurred during the Fee Period, (b) authorizing and directing the Debtors to pay the fees
12 and expenses approved under the application, less any fees previously paid pursuant to the Interim
13 Compensation Order; and (c) granting such other or additional relief as is just and proper.

15 | Dated: February 29, 2024

Respectfully submitted,

Bv

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Financial Advisors to the Official Committee of Unsecured Creditors

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7 *Financial Advisor to the Official Committee of*
8 *Unsecured Creditors*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA**

SAN FRANCISCO DIVISION

In re	Lead Case No. 23-30564
THE ROMAN CATHOLIC ARCHBISHOP OF SAN FRANCISCO	Chapter 11
Debtor.	STRONG CERTIFICATION FIRST INTERIM FEE

**STRONG CERTIFICATION IN SUPPORT OF
FIRST INTERIM FEE APPLICATION OF
BERKELEY RESEARCH GROUP FOR
ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD OCTOBER
9, 2023 THROUGH JANUARY 31, 2024**

Date: April 4, 2024
Time: 1:30 p.m. (Pacific Time)
Location: via ZoomGov
Objection Deadline: March 21, 2024

21 I, D. Ray Strong, a Managing Director of Berkeley Research Group, LLC (“BRG”)³, on
22 behalf of BRG, as financial advisor to the Official Committee of Unsecured Creditors (the
23 “Committee”) appointed in the Chapter 11 Case of the above-captioned debtor and debtor-in-
24 possession (the “Debtor”), hereby certify, pursuant to 28 U.S.C. § 1746, and the United States
25 Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of

28 ³ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

1 Expenses Filed Under 11 U.S.C. § 330, effective January 30, 1996 (the “Guidelines”), as
2 follows:

3 1. I am a Managing Director of BRG and the professional designated by the applicant,
4 BRG, with responsibility in this Chapter 11 Case, for compliance with the Local Rules and
5 Guidelines.

6 2. This certification is made in respect of the *First Interim Application of Berkeley*
7 *Research Group, LLC for Allowance of Compensation and Reimbursement of Expenses as*
8 *Financial Advisor to the Official Committee of Unsecured Creditors During the Period from*
9 *October 9, 2023 through January 31, 2024* (the “**Application**”) which I have reviewed and further
10 which has been prepared in accordance with the Local Rules and Guidelines.

11 3. In respect of the Local Rules and Guidelines, I certify that:

12 a) I have read the Application;

13 b) To the best of my knowledge, information, and belief formed after reasonable
14 inquiry, the fees and disbursements sought fall within the Local Rules and Guidelines;

15 c) The fees and disbursements sought are billed at rates and in accordance with
16 practices customarily employed by BRG and generally accepted by BRG's clients; and

17 d) In providing a reimbursable service, BRG does not make a profit on that service,
18 whether the service is performed by BRG in-house or through a third party.

19 I certify, under penalty of perjury, that the foregoing statements made by me are true and
20 correct, to the best of my knowledge, information, and belief. Executed this 29 day of February,
21 2024.



D. Ray Strong

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7 *Financial Advisor to the Official Committee of*
8 *Unsecured Creditors*

UNITED STATES BANKRUPTCY COURT

NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION

In re

Lead Case No. 23-30564

THE ROMAN CATHOLIC ARCHBISHOP OF SAN FRANCISCO

Chapter 11

Judge: Hon. Dennis Montali

Debtor.

**[PROPOSED] ORDER APPROVING FIRST
INTERIM FEE APPLICATION OF
BERKELEY RESEARCH GROUP, LLC FOR
ALLOWANCE AND PAYMENT OF INTERIM
COMPENSATION AND REIMBURSEMENT
OF EXPENSES FOR THE PERIOD OCTOBER
9, 2023 THROUGH JANUARY 31, 2024**

Date: April 4, 2024

Time: 1:30 p.m. (Pacific Time)

Location: via ZoomGov

Objection Deadline: March 21, 2024

Berkeley Research Group, LLC (“BRG”), financial advisor to the Official Committee of Unsecured Creditors in the above-captioned case, filed its First Interim Application for Compensation for the Period from October 9, 2023, through January 31, 2024 (the “Fee Application”). The Court has reviewed the Fee Application and finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Fee Application, and any hearing on the Fee Application, was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Fee Application. Accordingly, it is hereby

1 **ORDERED** that the Fee Application is GRANTED. The Debtor in the above case shall
2 pay to BRG interim compensation of \$62,181.00 and reimbursement of expenses of \$0.00 for a
3 total amount of \$62,181.00 for services rendered and actual and necessary expenses incurred in the
4 Chapter 11 case during the Fee Period.

5 **ORDERED** that this Court retains jurisdiction with respect to all matters arising from or
6 related to the implementation, interpretation, and enforcement of this Order.

7 ****END OF ORDER****

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COURT SERVICE LIST

All ECF Parties

EXHIBIT A

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit A: Summary of Fees By Professional

For the Period 10/09/23 through 01/31/24

Professional	Title	Billing Rate	Hours	Fees
P. Shields	Managing Director	\$815.00	4.1	\$3,341.50
P. Shields	Managing Director	\$850.00	0.6	\$510.00
R. Strong	Managing Director	\$780.00	7.4	\$5,772.00
R. Strong	Managing Director	\$815.00	17.4	\$14,181.00
M. Babcock	Director	\$725.00	18.2	\$13,195.00
M. Babcock	Director	\$755.00	8.8	\$6,644.00
J. Funk	Senior Managing Consultant	\$650.00	1.5	\$975.00
C. Tergevorkian	Managing Consultant	\$450.00	29.9	\$13,455.00
C. Tergevorkian	Managing Consultant	\$480.00	10.7	\$5,136.00
S. Chaffos	Consultant	\$385.00	0.9	\$346.50
S. Chaffos	Consultant	\$415.00	2.1	\$871.50
S. Rawlings	Associate	\$225.00	8.5	\$1,912.50
Y. Xu	Associate	\$225.00	1.6	\$360.00
D. Godfrey	Case Assistant	\$150.00	5.8	\$870.00
D. Godfrey	Case Assistant	\$160.00	9.5	\$1,520.00
TOTAL			127.0	\$69,090.00
Agreed Upon Concession:	10%			(\$6,909.00)
TOTAL REQUESTED FEES				\$62,181.00
BLENDED RATE AFTER CONCESSION				\$489.61

EXHIBIT B

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit B: Summary of Fees By Task Code

For the Period 10/09/23 through 01/31/24

Task Code	Hours	Fees
200.30 - Document / Data Analysis (Financial / Accounting) - Accounting System	19.7	\$15,190.50
200.90 - Document / Data Analysis (Production Requests)	35.4	\$21,159.50
220.00 - Debtors Operations / Monitoring (Monthly Operating Reports / Periodic Reporting)	26.5	\$9,256.00
300.00 - Asset Analysis (General - Debtors)	8.9	\$5,960.00
320.00 - Asset Analysis (Investments / Funds - Debtors)	4.9	\$3,822.00
330.00 - Asset Analysis (Real Property - Debtors)	7.1	\$3,546.00
390.00 - Asset Analysis (Other - Debtors)	2.3	\$368.00
600.00 - Claims / Liability Analysis (General)	1.3	\$761.50
1010.00 - Employment Application	2.7	\$1,984.50
1020.00 - Meeting Preparation & Attendance	5.6	\$3,878.00
1060.00 - Fee Application Preparation & Hearing	12.6	\$3,164.00
TOTAL	127.0	\$69,090.00
Agreed Upon Concession:	10%	(\$6,909.00)
TOTAL REQUESTED FEES		\$62,181.00
BLENDED RATE AFTER CONCESSION		\$489.61

EXHIBIT C

1 **Pachulski Stang Ziehl & Jones LLP**
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4 **Debra I. Grassgreen** (CA Bar No. 169978)
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6 **John W. Lucas** (CA Bar No. 271038)
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9 San Francisco, California 94104
10 Telephone: 415.263.7000
11 Facsimile: 415.263.7010

12 *Counsel for the Official Committee of Unsecured
13 Creditors*

14 **UNITED STATES BANKRUPTCY COURT**

15 **NORTHERN DISTRICT OF CALIFORNIA**

16 **SAN FRANCISCO DIVISION**

17 In re Lead Case No. 23-30564
18 THE ROMAN CATHOLIC Chapter 11
19 ARCHBISHOP OF SAN FRANCISCO
20 Debtor.

21 **STRONG CERTIFICATION IN SUPPORT OF
22 FIRST INTERIM FEE APPLICATION OF
23 BERKELEY RESEARCH GROUP FOR
24 ALLOWANCE AND PAYMENT OF INTERIM
25 COMPENSATION AND REIMBURSEMENT
26 OF EXPENSES FOR THE PERIOD OCTOBER
27 9, 2023 THROUGH JANUARY 31, 2024**

28 Date: April 4, 2024
Time: 1:30 p.m. (Pacific Time)
Objection Deadline: March 21, 2024

29 I, D. Ray Strong, Managing Director of Berkeley Research Group, LLC (“**BRG**”)³, on
30 behalf of BRG, as financial advisor to the Official Committee of Unsecured Creditors (the
31 “**Committee**”) appointed in the Chapter 11 Case of the above-captioned debtor and debtor-in-
32 possession (the “**Debtor**”), hereby certify, pursuant to 28 U.S.C. § 1746, and the United States
33 Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of
34 Expenses Filed Under 11 U.S.C. § 330, effective January 30, 1996 (the “**Guidelines**”), as
35 follows:

36 _____
37 ³ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the
38 Application.

1. I am a Managing Director of BRG and the professional designated by the applicant, BRG, with responsibility in this Chapter 11 Case, for compliance with the Local Rules and Guidelines.

2. This certification is made in respect of the *First Interim Application of Berkeley Research Group, LLC for Allowance of Compensation and Reimbursement of Expenses as Financial Advisor to the Official Committee of Unsecured Creditors During the Period from October 9, 2023 through January 31, 2024* (the “**Application**”) which I have reviewed and further which has been prepared in accordance with the Local Rules and Guidelines.

3. In respect of the Local Rules and Guidelines, I certify that:

a) I have read the Application;

b) To the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Local Rules and Guidelines;

c) The fees and disbursements sought are billed at rates and in accordance with practices customarily employed by BRG and generally accepted by BRG's clients; and

d) In providing a reimbursable service, BRG does not make a profit on that service, whether the service is performed by BRG in-house or through a third party.

I certify, under penalty of perjury, that the foregoing statements made by me are true and correct, to the best of my knowledge, information, and belief. Executed this 22 day of February, 2024

/s/ D. Ray Strong

D. Ray Strong

EXHIBIT D

1 **Pachulski Stang Ziehl & Jones LLP**
2 **James I. Stang** (CA Bar No. 94435)
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4 **Debra I. Grassgreen** (CA Bar No. 169978)
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12 *Financial Advisor to the Official Committee of
13 Unsecured Creditors*

14 **UNITED STATES BANKRUPTCY COURT**

15 **NORTHERN DISTRICT OF CALIFORNIA – SAN FRANCISCO DIVISION**

16 In re

17 Lead Case No. 23-30564

18 THE ROMAN CATHOLIC
19 ARCHBISHOP OF SAN FRANCISCO

20 Chapter 11
21 Judge: Hon. Dennis Montali

22 Debtor.

23 **ORDER APPROVING FIRST INTERIM FEE
24 APPLICATION OF BERKELEY RESEARCH
25 GROUP, LLC FOR ALLOWANCE AND
26 PAYMENT OF INTERIM COMPENSATION
27 AND REIMBURSEMENT OF EXPENSES FOR
28 THE PERIOD OCTOBER 9, 2023 THROUGH
JANUARY 31, 2024**

29 Date: April 4, 2024
30 Time: 1:30 p.m. (Pacific Time)
31 Objection Deadline: March 21, 2024

32 Berkeley Research Group, LLC (“**BRG**”), financial advisor to the Official Committee of
33 Unsecured Creditors in the above-captioned case, filed its First Interim Application for
34 Compensation for the Period from October 9, 2023, through January 31, 2024 (the “**Fee
35 Application**”). The Court has reviewed the Fee Application and finds that: (a) the Court has
36 jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (b) notice of the Fee
37 Application, and any hearing on the Fee Application, was adequate under the circumstances; and
38 (c) all persons with standing have been afforded the opportunity to be heard on the Fee Application.
39 Accordingly, it is hereby

1 **ORDERED** that the Fee Application is GRANTED. The Debtor in the above case shall
2 pay to BRG interim compensation of \$62,181.00 and reimbursement of expenses of \$0.00 for a
3 total amount of \$62,181.00 for services rendered and actual and necessary expenses incurred in the
4 Chapter 11 case during the Fee Period.

5 **ORDERED** that this Court retains jurisdiction with respect to all matters arising from or
6 related to the implementation, interpretation, and enforcement of this Order.

7 ****END OF ORDER****

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EXHIBIT E

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>200.30 - Document / Data Analysis (Financial / Accounting) - Accounting System</u>				
11/27/2023	M. Babcock	0.6	\$435.00	Evaluated issues relating to accounting system production request.
11/27/2023	R. Strong	0.5	\$390.00	Analyzed Debtor's accounting system data backup/export options.
11/28/2023	R. Strong	0.2	\$156.00	Reviewed issues related to accounting system request/production issues.
12/13/2023	M. Babcock	0.7	\$507.50	Discussed Debtor's accounting system data request issues with BRG (RS).
12/13/2023	R. Strong	0.7	\$546.00	Discussed Sage Intact accounting system data request issues with BRG (MB).
12/13/2023	M. Babcock	0.4	\$290.00	Evaluated issues related to accounting system data requests.
12/19/2023	M. Babcock	0.6	\$435.00	Evaluated issues related to export of Debtor's accounting system.
12/21/2023	M. Babcock	0.5	\$362.50	Continued evaluation of issues related to export of Debtor's accounting system.
1/2/2024	R. Strong	1.1	\$896.50	Analyzed Sage Intact accounting system issues for data production issues.
1/2/2024	R. Strong	0.4	\$326.00	Attended call with BRG (MB) regarding production of Debtor accounting system data.
1/2/2024	M. Babcock	0.4	\$302.00	Met with BRG (RS) to evaluate issues related to export of Debtor's accounting system data.
1/3/2024	R. Strong	0.6	\$489.00	Continued to analyze Sage Intact accounting system issues for data production issues.
1/4/2024	M. Babcock	1.0	\$755.00	Attended call with BRG (MB) regarding evaluation of accounting system data export options.
1/4/2024	R. Strong	1.0	\$815.00	Attended call with BRG (MB) regarding Sage accounting system evaluation including bulk export options.
1/4/2024	M. Babcock	0.3	\$226.50	Prepared response to UCC Counsel regarding Debtor's recent premature production of partial accounting system data.
1/8/2024	M. Babcock	0.8	\$604.00	Continued evaluation of issues related to extraction of accounting system data.
1/16/2024	R. Strong	1.1	\$896.50	Evaluated Sage Intacct data structure issues.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>200.30 - Document / Data Analysis (Financial / Accounting) - Accounting System</u>				
1/22/2024	M. Babcock	0.2	\$151.00	Followed-up with UCC Counsel regarding outstanding requests for Debtor's accounting system data in the format requested by the UCC.
1/23/2024	C. Tergevorkian	1.2	\$576.00	Examined recent production of Debtor documents relating to accounting system exports.
1/29/2024	R. Strong	0.2	\$163.00	Evaluated Debtor communications regarding Sage Intacct system.
1/30/2024	R. Strong	1.3	\$1,059.50	Analyzed Serenic accounting data produced by Debtor.
1/30/2024	R. Strong	1.1	\$896.50	Analyzed Sage Intacct accounting data produced by Debtor.
1/31/2024	R. Strong	2.3	\$1,874.50	Continued to analyze Serenic accounting data produced by Debtor.
1/31/2024	R. Strong	2.2	\$1,793.00	Continued to analyze Sage Intacct accounting data produced by Debtor.
1/31/2024	R. Strong	0.3	\$244.50	Evaluated limited accounting system data produced by Debtor to determine usefulness.
Task Code: 200.30		19.7	\$15,190.50	Totals

200.90 - Document / Data Analysis (Production Requests)

10/10/2023	M. Babcock	2.7	\$1,957.50	Developed additional document requests to be sent to Debtor.
10/11/2023	M. Babcock	1.1	\$797.50	Updated initial document requests to be sent to UCC Counsel.
10/11/2023	R. Strong	0.7	\$546.00	Analyzed document production needs for preparation of supplemental document requests.
10/11/2023	R. Strong	0.4	\$312.00	Attended call with BRG (PS, MB) regarding preparation of initial document requests.
10/11/2023	M. Babcock	0.4	\$290.00	Met with BRG (RS, PS) to update initial document requests.
10/11/2023	P. Shields	0.4	\$326.00	Spoke with BRG (MB, RS) to discuss document requests.
10/11/2023	R. Strong	0.3	\$234.00	Attended call with UCC Counsel (AC) and BRG (MB, CT) regarding development of initial document requests.
10/11/2023	C. Tergevorkian	0.3	\$135.00	Met with BRG (MB, RS) and UCC Counsel (AC) to discuss development of initial case discovery.
10/11/2023	M. Babcock	0.3	\$217.50	Met with UCC Counsel (AC) and BRG (RS, CT) to discuss initial document requests.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>200.90 - Document / Data Analysis (Production Requests)</u>				
10/12/2023	M. Babcock	1.0	\$725.00	Revised initial document requests with updates from BRG team.
10/12/2023	P. Shields	0.9	\$733.50	Evaluated additional documents/data to be included in supplemental document request relating to asset analysis.
10/13/2023	C. Tergevorkian	0.8	\$360.00	Developed document request master tracker for followup of productions.
10/13/2023	M. Babcock	0.2	\$145.00	Met with UCC Counsel (BM) to discuss preliminary document requests.
10/17/2023	M. Babcock	0.5	\$362.50	Updated initial document requests to be sent to UCC Counsel pursuant to additional review of publically available information.
11/7/2023	C. Tergevorkian	0.5	\$225.00	Updated document request tracker to evaluation compliance with productions.
11/15/2023	C. Tergevorkian	2.5	\$1,125.00	Prepared documents request tracker to include Rule 2004 requests.
11/15/2023	C. Tergevorkian	1.4	\$630.00	Revised document request tracker to include additional Rule 2004 requests.
11/15/2023	M. Babcock	0.3	\$217.50	Updated Rule 2004 document request tracker for document productions.
11/16/2023	C. Tergevorkian	1.4	\$630.00	Updated document request tracker Rule 2004 requests for document productions.
11/16/2023	M. Babcock	0.5	\$362.50	Revised Rule 2004 document request tracker for document productions.
11/17/2023	C. Tergevorkian	0.5	\$225.00	Revised document request tracker with additional Rule 2004 requests.
11/17/2023	M. Babcock	0.2	\$145.00	Met with BRG (CT) to evaluate outstanding Rule 2004 document requests.
11/17/2023	C. Tergevorkian	0.2	\$90.00	Met with BRG (MB) to discuss Rule 2004 requests.
11/20/2023	C. Tergevorkian	0.4	\$180.00	Updated document request tracker to include additional information for compliance of document productions.
11/21/2023	M. Babcock	0.3	\$217.50	Evaluated issues relating to outstanding document requests.
11/27/2023	M. Babcock	0.5	\$362.50	Met with Debtor Counsel (AC, BM, SG), Debtor FA (WW, CH) and UCC Counsel (AC, BM) to discuss production of accounting system data and other financial records / data.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>200.90 - Document / Data Analysis (Production Requests)</u>				
12/5/2023	C. Tergevorkian	1.2	\$540.00	Analyzed Debtor's responses to Committee's 2004 requests for updates to documents request tracker.
12/11/2023	M. Babcock	0.6	\$435.00	Evaluated issues related to outstanding document / data requests.
12/13/2023	C. Tergevorkian	1.0	\$450.00	Updated documents request tracker to include Debtor responses.
12/13/2023	C. Tergevorkian	0.3	\$135.00	Examined documents request tracker with UCC Counsel requests.
1/4/2024	C. Tergevorkian	0.4	\$192.00	Examined recently provided documents by the Debtor as of January 4, 2023.
1/8/2024	C. Tergevorkian	0.5	\$240.00	Examined the protective order acknowledgment form.
1/12/2024	C. Tergevorkian	0.5	\$240.00	Examined the protective order acknowledgment form.
1/12/2024	C. Tergevorkian	0.3	\$144.00	Spoke with UCC Counsel (GB) to discuss the protective order acknowledgment form.
1/16/2024	M. Babcock	0.7	\$528.50	Coordinated review of Stipulated Protective Order and execution of Agreement by BRG professionals.
1/16/2024	M. Babcock	0.3	\$226.50	Read Stipulated Protective Order (including execution of related Agreement).
1/16/2024	C. Tergevorkian	0.2	\$96.00	Examined the protective order acknowledgment form.
1/16/2024	R. Strong	0.2	\$163.00	Reviewed Order Approving Stipulated Protective Order to sign acknowledgment.
1/23/2024	R. Strong	0.8	\$652.00	Attended call with Debtor Attorney (AC, SG), UCC Counsel (BM, GB) and BRG (MB, CT) regarding document requests.
1/23/2024	C. Tergevorkian	0.8	\$384.00	Met with BRG (RS, MB), UCC Counsel (BM, GB), and Debtor Counsel (AC, SG) to discuss documents provided to date.
1/23/2024	M. Babcock	0.8	\$604.00	Met with Debtor Counsel (AC, SG), UCC Counsel (BM, GB) and BRG (RS, CT) to discuss ongoing document productions.
1/23/2024	M. Babcock	0.7	\$528.50	Examined recent document production for responsiveness.
1/23/2024	C. Tergevorkian	0.6	\$288.00	Met with BRG (RS [partial], MB) and UCC Counsel (BM, GB) to discuss documents provided to date.
1/23/2024	M. Babcock	0.6	\$453.00	Met with UCC Counsel (BM, GB) and BRG (RS [partial], CT) to discuss ongoing document productions.
1/23/2024	R. Strong	0.5	\$407.50	Attended partial call with UCC Counsel (BM, GB) and BRG (MB, CT) regarding document requests.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>200.90 - Document / Data Analysis (Production Requests)</u>				
1/30/2024	C. Tergevorkian	1.6	\$768.00	Compared Rule 2004 documents requests with previous versions to update documents tracker.
1/30/2024	C. Tergevorkian	1.0	\$480.00	Updated documents request tracker to include Rule 2004 requests.
1/30/2024	C. Tergevorkian	0.9	\$432.00	Examined Rule 2004 documents requests to prepare documents tracker.
1/31/2024	C. Tergevorkian	1.0	\$480.00	Analyzed documents produced by Debtor for responsiveness to UCC Committee requests.
1/31/2024	M. Babcock	0.6	\$453.00	Continued examination of recent document production for responsiveness.
1/31/2024	C. Tergevorkian	0.6	\$288.00	Updated documents request tracker with additional productions from Debtor.
Task Code: 200.90		35.4	\$21,159.50	Totals
<u>220.00 - Debtors Operations / Monitoring (Monthly Operating Reports / Periodic Reporting)</u>				
10/23/2023	S. Rawlings	0.9	\$202.50	Analyzed MOR cash receipts and disbursements (August 2023) for monitoring of Debtor monthly financial activities.
10/24/2023	S. Rawlings	1.4	\$315.00	Analyzed reported MOR cash receipts/disbursements (September 2023) for monitoring of Debtor monthly financial activities.
10/24/2023	S. Rawlings	1.0	\$225.00	Analyzed MOR bank statement balances (August to September 2023) for monitoring of Debtor monthly financial activities.
10/24/2023	S. Rawlings	0.8	\$180.00	Analyzed MOR financial statement data (August to September 2023) for monitoring of Debtor monthly financial activities.
10/26/2023	C. Tergevorkian	1.9	\$855.00	Updated August through September 2023 MOR analyses for monitoring of monthly financial activities of the Debtor.
11/1/2023	C. Tergevorkian	1.3	\$585.00	Analyzed professional fees reported for monthly monitoring.
11/2/2023	C. Tergevorkian	2.7	\$1,215.00	Updated MOR professional fee analysis including the inclusion of payments.
11/7/2023	C. Tergevorkian	2.4	\$1,080.00	Updated professional fee analysis from August through September 2023.
11/7/2023	C. Tergevorkian	1.0	\$450.00	Continued analyzing professional fee statements from August through September 2023.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>220.00 - Debtors Operations / Monitoring (Monthly Operating Reports / Periodic Reporting)</u>				
11/7/2023	S. Chaffos	0.8	\$308.00	Analyzed professional fees reported in fee statements from August 2023 through September 2023 for monthly monitoring.
11/7/2023	C. Tergevorkian	0.7	\$315.00	Examined professional fee statements from August through September 2023.
11/21/2023	S. Rawlings	0.5	\$112.50	Analyzed October 2023 MOR cash receipts/disbursements for monitoring of Debtor monthly financial activities.
11/21/2023	S. Rawlings	0.4	\$90.00	Analyzed October 2023 MOR financial statement data for monitoring of Debtor monthly financial activities.
11/21/2023	S. Rawlings	0.2	\$45.00	Analyzed October 2023 MOR bank statement balances for monitoring of Debtor monthly financial activities.
11/22/2023	C. Tergevorkian	0.6	\$270.00	Analyzed October 2023 professional fee statements for monitoring of ongoing expenses.
11/28/2023	C. Tergevorkian	1.2	\$540.00	Analyzed October 2023 professional fee statements for monitoring of ongoing expenses.
11/28/2023	D. Godfrey	0.2	\$30.00	Met with BRG (CT) to discuss ongoing professional fee analysis for Committee.
11/28/2023	C. Tergevorkian	0.2	\$90.00	Met with BRG (DG) to discuss ongoing professional fee analysis for Committee.
12/26/2023	D. Godfrey	1.1	\$165.00	Analyzed November 2023 monthly fee statements for professional fee analysis to monitor monthly activities.
1/3/2024	S. Rawlings	1.1	\$247.50	Analyzed MOR cash receipts and disbursements for November 2023 for monthly monitoring of Debtor activities.
1/3/2024	S. Rawlings	0.5	\$112.50	Analyzed November 2023 ending bank statement balances in the MOR Report for monthly monitoring of Debtor activities.
1/3/2024	S. Rawlings	0.2	\$45.00	Analyzed MOR financial statements for November 2023 for monthly monitoring of Debtor activities.
1/19/2024	S. Chaffos	0.7	\$290.50	Analyzed professional fee analysis (August 2023 - November 2023) for monthly monitoring.
1/22/2024	D. Godfrey	1.1	\$176.00	Analyzed December 2023 monthly fee statements for professional fee analysis to monitor monthly activities.
1/22/2024	M. Babcock	0.3	\$226.50	Met with BRG (CT, SC) to evaluate financial activity / trends reported in MORs (August 2023 - November 2023).

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>220.00 - Debtors Operations / Monitoring (Monthly Operating Reports / Periodic Reporting)</u>				
1/22/2024	S. Chaffos	0.3	\$124.50	Met with BRG (MB, CT) to evaluate historical trends reported in MORs (August 2023 - November 2023).
1/22/2024	C. Tergevorkian	0.3	\$144.00	Met with BRG (SC, MB) to discuss Monthly Operating Report analyses from August through November 2023.
1/29/2024	S. Chaffos	1.1	\$456.50	Updated professional fee analysis to include incurred fees and paid amounts reported in MOR (November 2023) for monthly monitoring.
1/31/2024	Y. Xu	0.7	\$157.50	Analyzed comparative balance sheet analysis and comparative income statement analysis - MOR (August 2023 -November 2023).
1/31/2024	Y. Xu	0.7	\$157.50	Evaluated ending cash balance trends reported in MORs (August 2023).
1/31/2024	Y. Xu	0.2	\$45.00	Evaluated ending cash balance trends reported in MORs (September 2023) for monthly monitoring of Debtor operations.
Task Code: 220.00		26.5	\$9,256.00	Totals
<u>300.00 - Asset Analysis (General - Debtors)</u>				
10/12/2023	R. Strong	0.1	\$78.00	Attended call with BRG (MB, CT, SC) to coordinate ongoing asset analysis.
10/12/2023	S. Chaffos	0.1	\$38.50	Attended call with BRG (MB, RS, CT) to coordinate ongoing asset analyses.
10/12/2023	M. Babcock	0.1	\$72.50	Met with BRG (RS, CT, SC) to coordinate ongoing asset analyses.
10/12/2023	C. Tergevorkian	0.1	\$45.00	Met with BRG (RS, MB, SC) to coordinate ongoing asset analyses.
10/13/2023	M. Babcock	0.4	\$290.00	Developed asset analyses to be performed by BRG team pursuant to publically available documents.
10/24/2023	S. Rawlings	1.5	\$337.50	Prepared comparative financial statement analysis (2013 to 2022).
1/22/2024	J. Funk	0.4	\$260.00	Examined produced financial information for ability to pay assessment.
1/23/2024	J. Funk	0.5	\$325.00	Evaluated produced financial information for assessment of Debtor's ability to pay claims.
1/23/2024	P. Shields	0.4	\$340.00	Met with BRG (JF) to evaluate financial information for ability to pay analysis.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>300.00 - Asset Analysis (General - Debtors)</u>				
1/23/2024	J. Funk	0.4	\$260.00	Met with BRG (PS) to evaluate financial information required for ability to pay analysis.
1/24/2024	R. Strong	0.9	\$733.50	Evaluated First Day Motions relating to bank accounts/assets for analysis.
1/24/2024	M. Babcock	0.9	\$679.50	Met with UCC Counsel (JS) to discuss priority financial issues.
1/24/2024	P. Shields	0.2	\$170.00	Met with BRG (JF) to evaluate financial information for ability to pay analysis.
1/24/2024	J. Funk	0.2	\$130.00	Met with BRG (PS) to assess financial information produced for ability to pay analysis.
1/26/2024	R. Strong	1.5	\$1,222.50	Continued to evaluate First Day Motions relating to bank accounts/assets for analysis.
1/26/2024	R. Strong	1.2	\$978.00	Analyzed Debtor's bankruptcy schedules for asset analysis.
Task Code: 300.00		8.9	\$5,960.00	Totals
<u>320.00 - Asset Analysis (Investments / Funds - Debtors)</u>				
10/9/2023	M. Babcock	0.7	\$507.50	Analyzed issues related to Debtor investments in pooled accounts.
10/9/2023	P. Shields	0.2	\$163.00	Evaluated investment portfolio documents in preparation for call with UCC Counsel regarding the Debtor's investment policies.
10/25/2023	R. Strong	0.5	\$390.00	Analyzed Debtor cash / investment liquidity issues relating to UST liquidation requests.
10/25/2023	R. Strong	0.5	\$390.00	Attended call with BRG (PS) regarding Debtor cash/investment accounts issues raised by UST in preparation for Committee meeting.
10/25/2023	P. Shields	0.5	\$407.50	Attended call with BRG (RS) regarding Debtor cash/investment accounts issues raised by UST in preparation for Committee meeting.
10/25/2023	P. Shields	0.4	\$326.00	Attended call with Debtor Counsel (OK, AM), Debtor Financial Advisor (WW), and UCC Counsel (JL) to address issues in connection Debtor's cash / investment accounts.
10/26/2023	R. Strong	2.1	\$1,638.00	Analyzed cash / investment documentation provided by Debtor regarding collateral waiver.
Task Code: 320.00		4.9	\$3,822.00	Totals

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>330.00 - Asset Analysis (Real Property - Debtors)</u>				
11/9/2023	C. Tergevorkian	1.8	\$810.00	Examined real estate documents obtained to determine holdings for asset analysis.
11/9/2023	C. Tergevorkian	1.3	\$585.00	Analyzed publically available information to develop real estate analysis to be included in asset evaluation.
11/27/2023	C. Tergevorkian	0.4	\$180.00	Developed real estate analysis to be utilized in overall asset evaluation.
12/4/2023	M. Babcock	0.5	\$362.50	Analyze real estate documentation provided to date for asset analysis.
12/5/2023	C. Tergevorkian	0.6	\$270.00	Analyzed letter regarding an undeveloped property located in Livermore.
12/18/2023	C. Tergevorkian	1.8	\$810.00	Analyzed correspondence received (including supporting files) to update BRG master real estate file.
1/22/2024	M. Babcock	0.7	\$528.50	Evaluated real estate analyses / valuations (Debtor and Non-Debtor).
Task Code:	330.00	7.1	\$3,546.00	Totals
<u>390.00 - Asset Analysis (Other - Debtors)</u>				
1/8/2024	D. Godfrey	2.3	\$368.00	Reviewed FCC databases for licenses owned by Debtor and/or affiliates.
Task Code:	390.00	2.3	\$368.00	Totals
<u>600.00 - Claims / Liability Analysis (General)</u>				
1/23/2024	C. Tergevorkian	0.8	\$384.00	Examined the claims confidentiality order acknowledgment form.
1/23/2024	M. Babcock	0.5	\$377.50	Coordinated review of Claims Confidentiality Agreement by BRG professionals.
Task Code:	600.00	1.3	\$761.50	Totals
<u>1010.00 - Employment Application</u>				
10/9/2023	M. Babcock	0.7	\$507.50	Prepared retention application including conflicts check.
10/20/2023	M. Babcock	1.7	\$1,232.50	Finalized retention application including related declaration.
10/21/2023	P. Shields	0.3	\$244.50	Reviewed employment retention application for finalization.
Task Code:	1010.00	2.7	\$1,984.50	Totals

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)
Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>1020.00 - Meeting Preparation & Attendance</u>				
10/10/2023	P. Shields	1.4	\$1,141.00	Attended call with UCC Counsel (JS, JL, BM) and BRG (MB, CT) regarding case issues (including document production).
10/10/2023	C. Tergevorkian	1.4	\$630.00	Met with BRG (PS, MB) and UCC Counsel (BM, JL, JS) to coordinate initial case assignments regarding asset analysis.
10/10/2023	M. Babcock	1.4	\$1,015.00	Met with UCC Counsel (JS, JL, BM) and BRG (PS, CT) to coordinate initial case assignments regarding asset analysis.
10/26/2023	R. Strong	1.4	\$1,092.00	Attended Committee meeting with Committee, State Court Counsel, UCC Counsel (JS, JL [Partial], BM [Partial], GB [Partial]) and Insurance Counsel (TB [Partial], JB [Partial]).
Task Code: 1020.00		5.6	\$3,878.00	Totals
<u>1060.00 - Fee Application Preparation & Hearing</u>				
11/10/2023	D. Godfrey	0.7	\$105.00	Reviewed fee detail (October 2023) for BRG 1st Interim Fee Application.
11/15/2023	D. Godfrey	2.6	\$390.00	Prepared initial draft of BRG 1st Interim Fee Application.
11/29/2023	M. Babcock	0.3	\$217.50	Updated initial draft of BRG 1st Interim Fee Application.
12/12/2023	D. Godfrey	0.7	\$105.00	Reviewed fee detail for November 2023 for BRG 1st Interim Fee Application.
12/17/2023	M. Babcock	1.0	\$725.00	Revised draft of BRG 1st Interim Fee Application.
12/18/2023	D. Godfrey	0.5	\$75.00	Continued to review November 2023 fee detail for preparation of BRG 1st Interim Fee Application.
1/4/2024	D. Godfrey	0.5	\$80.00	Prepared draft of BRG's 2024 Rate Change Notice.
1/9/2024	D. Godfrey	1.1	\$176.00	Reviewed fee detail for December 2023 for BRG 1st Interim Fee Application
1/10/2024	D. Godfrey	1.1	\$176.00	Updated initial draft of BRG's First Interim Fee Application.
1/11/2024	D. Godfrey	0.7	\$112.00	Continued to update initial draft of First Interim Fee Application.
1/18/2024	R. Strong	0.3	\$244.50	Reviewed time entries for preparation of 1st Interim Fee Application.
1/19/2024	R. Strong	0.4	\$326.00	Continued to review time entries for preparation of 1st Interim Fee Application.
1/19/2024	D. Godfrey	0.3	\$48.00	Continued to review fee detail for December 2023 in preparation for BRG's First Interim Fee Application.

ARCHDIOCESE OF SAN FRANCISCO (CASE NO. 23-30564)

Exhibit E: Schedule of Time Detail

For the Period 10/9/2023 through 1/31/2024

Date	Professional	Hours	Amount	Description
<u>1060.00 - Fee Application Preparation & Hearing</u>				
1/22/2024	D. Godfrey	1.8	\$288.00	Updated the Initial draft of the First Interim Fee Application.
1/24/2024	D. Godfrey	0.6	\$96.00	Updated draft of BRG's 2024 Rate Change Notice.
Task Code:	1060.00	12.6	\$3,164.00	Totals
TOTALS		127.0	\$69,090.00	